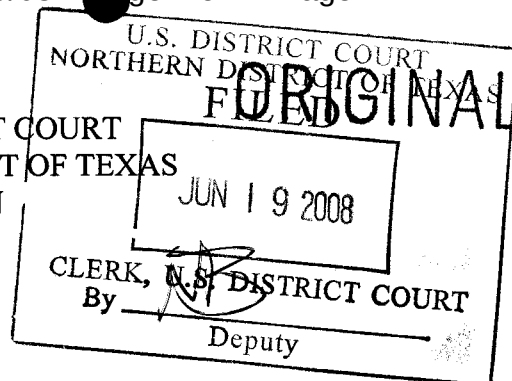


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UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION



CNA HOLDINGS, INC. AND
CELANESE AMERICAS
CORPORATION,

Plaintiffs,

v.

KAYE SCHOLER LLP AND
ROBERT B. BERNSTEIN,

Defendants.

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3-08CV1032-B
CIVIL ACTION NO. _____

22874

NOTICE OF REMOVAL

PLEASE TAKE NOTICE that, pursuant to 28 U.S.C. §§ 1441 and 1446, Defendants Kaye Scholer LLP and Robert B. Bernstein remove to this Court the state-court action described in paragraph 1 below.

THE REMOVED ACTION

1. The removed action is a civil case filed on or about May 29, 2008, styled *CNA Holdings, Inc. and Celanese Americas Corporation v. Kaye Scholer LLP and Robert B. Bernstein*, Cause No. 08-05993, in the 101st Judicial District Court, Dallas County, Texas (the "Removed Action").

DOCUMENTS FROM REMOVED ACTION

2. Pursuant to 28 U.S.C. § 1446(a) and LOCAL RULE 81.1 of the United States District Court for the Northern District of Texas, Defendants include the following under Exhibit A, attached hereto: (1) an index of all documents that clearly identifies each document and indicates the date the document was filed in state court; (2) a copy of the docket sheet in the state court action; (3) each document filed in the state court action, except discovery material,

individually tabbed and arranged in chronological order according to the state court file date; and
(4) a separately signed certificate of interested persons that complies with LOCAL RULE 3.1(f).

REMOVAL IS TIMELY

3. Removal is timely under 28 U.S.C § 1446(b) because defendants have yet to be served with a summons or other authority-asserting measure.

CONSENT TO REMOVAL

4. All defendants join in this notice of removal.

THE VENUE REQUIREMENT IS MET

5. The venue requirement is met under 28 U.S.C. § 1441(a) because this Court is the United States District Court for the district and division corresponding to the place where the Removed Action was pending.

**DIVERSITY OF CITIZENSHIP EXISTS
BETWEEN THE PROPERLY JOINED PARTIES**

6. This is a civil action that falls under the Court's original jurisdiction under 28 U.S.C. § 1332 (diversity of citizenship) and is one that may be removed to this Court based on diversity of citizenship under 28 U.S.C. §§ 1441 and 1446.

7. As admitted in Plaintiffs' Original Petition ("Petition"), plaintiff CNA Holdings, Inc. is a corporation organized under the state laws of Delaware with its principal place of business in Texas. *See* Petition, ¶ 2.

8. As admitted in the Petition, plaintiff Celanese Americas Corporation is a corporation organized under the state laws of Delaware with its principal place of business in Texas. *See* Petition, ¶ 3.

9. Defendant Kaye Scholer LLP is a New York limited liability partnership composed of individual attorneys, none of whom are citizens of Texas or Delaware.

10. Defendant Robert B. Bernstein is a citizen of New York. *See* Petition, ¶ 5.

11. Because the plaintiffs are citizens of Texas and Delaware, and the defendants are not, complete diversity of citizenship exists under 28 U.S.C. § 1332.

THE AMOUNT-IN-CONTROVERSY REQUIREMENT IS SATISFIED

12. The monetary value of the amount in controversy exceeds \$75,000, exclusive of interest and costs.

13. As admitted in the Petition, plaintiffs are seeking, among other things, damages for alleged professional malpractice, negligence, and breach of fiduciary duty, as well as disgorgement of attorneys' fees paid to Kaye Scholer LLP for legal representation in an antitrust lawsuit in North Carolina. Those attorneys' fees alone exceed \$75,000. *See* Petition, Section VIII.

14. The Petition included a request for a jury trial. *See* Petition, ¶ 26.

PRESERVATION OF OBJECTIONS TO PERSONAL JURISDICTION

15. By filing this Notice of Removal, Kaye Scholer LLP and Robert B. Bernstein expressly preserve their objections to personal jurisdiction and to alternative venue under 28 U.S.C. § 1404(a).

FILING OF REMOVAL PAPERS

16. Pursuant to 28 U.S.C. § 1446(d), written notice of the removal of this action has been given simultaneously to Plaintiffs' counsel, and a Notice to the State Court of Filing Notice of Removal is simultaneously being filed with the 101st Judicial District Court, Dallas County, Texas. A true and correct copy of this Notice is attached hereto as Exhibit B.

WHEREFORE, Kaye Scholer LLP and Robert B. Bernstein remove the above-captioned action from the 101st Judicial District, Dallas County, Texas, to this Court.

Respectfully submitted,



George M. Kryder

State Bar No. 11742900

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Attorneys for Defendants

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing instrument was served upon counsel of record on this 19th day of June, 2008, in accordance with the Federal Rules of Civil Procedure.

